



STATE OF CALIFORNIA  
OFFICE OF THE ATTORNEY GENERAL  
JAMES M. HUMES  
CHIEF DEPUTY ATTORNEY GENERAL

August 14, 2008

Jerry Peters  
Latham & Watkins LLP - San Francisco  
505 Montgomery Street, Suite 2000  
San Francisco CA 94111-2562

Re: Proposed Sale of Anaheim Memorial Medical Center

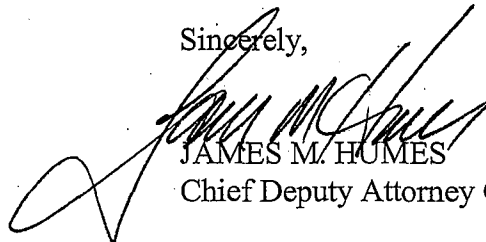
Dear Mr. Peters:

The Office of the Attorney General hereby denies consent to the sale of Anaheim Memorial Medical Center to Orange County Regional Medical Center, Inc., Pacific Health Corporation (Pacific), and Asklepios Kliniken Verwaltungsgesellschaft mbH, as described in the Notice filed on April 28, 2008. It does so under the authority set forth in Corporations Code section 5914 et seq.

In coming to this decision, we have carefully considered the factors set forth in Corporations Code section 5917. We have concluded that this proposed sale is not in the public interest and will likely create a significant effect on the availability or accessibility of healthcare services to the affected community.

Our decision is based on the material contained in the notice, the results of our investigation, public records, the reports of our consultants and advisors, and comments received from the public, the parties, and potential alternative bidders. Our decision is also based in part on our review of pending criminal investigations and the civil action against Pacific and several of its officers filed by the City of Los Angeles.

Sincerely,



JAMES M. HUMES  
Chief Deputy Attorney General

cc: Joseph Epps